

UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

In re

)
) Case No. _____
)

)
) APPLICATION FOR
) INTERIM FINAL (**Mark ONE**)
) PROFESSIONAL COMPENSATION
)

Debtor(s)

The applicant, _____, has performed professional services as a(n) _____ for the period from _____ to _____. Pursuant to 11 USC §§330 or 331, and LBR 2016-1, the applicant, by and through the undersigned, applies for compensation as marked above, and certifies the following is true and correct:

1. The applicant has received the following pre-filing compensation (indicate date, amount, payor, payor's relation to case, and description of all monies and any other consideration received):

2. Applicant requests allowance of compensation for: Professional Services of \$ _____; Expenses of \$ _____; for a Total of \$ _____.

3. [If applicable] Applicant was appointed by court order entered on _____, per an Application for Employment filed on _____. The employment order did not specify a rate of compensation except as follows:

4. Applicant's prior requests for compensation in this case are as follows:

<u>Date of Application</u>	<u>Amount Requested</u>		<u>Amount Allowed</u>		<u>Amount Received</u>		<u>Payment Source</u>
	<u>Fees</u>	<u>Expenses</u>	<u>Fees</u>	<u>Expenses</u>	<u>Fees</u>	<u>Expenses</u>	

TOTALS: \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____

5. The applicant has not shared or agreed to share any compensation received or to be received for services rendered in connection with this case, except with a regular member, partner, or associate of Applicant's firm.

6. The rate of compensation, number of hours and requested fee for each person included in this application are summarized as follows:

<u>Timekeeper</u> <u>(name & initials)</u>	<u>Title</u>	<u>Hourly</u> <u>Rate</u>	<u>Number</u> <u>Of Hours</u>	<u>Requested</u> <u>Fee</u>
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7. [Schedules A, B & C apply only if compensation is sought under 11 USC §§330 or 331] Attached and incorporated herein by reference are the following schedules (check those that apply):

Schedule A - A narrative summary of services provided including total hours and resulting benefits to the estate of each activity category. [Preferred, but only mandatory if application exceeds \$3,000.]

Schedule B - [If this is the First Application for Compensation] A brief narrative and itemization detailing all case-related PRE-PETITION fees. [Itemization mandatory; narrative mandatory if compensation requested exceeds \$3,000.]

Schedule C - An itemized billing setting forth a description of each event, including the date, amount of time spent, and name of the person performing each event. **[Mandatory]**

8. Applicant requests the following expense reimbursement: a. A total of \$_____ for expenses that fall within the limits set forth in LBR 2016-1 (no itemization required); AND b. Other (describe each in detail):

9. ADDITIONAL REQUIREMENTS for INTERIM compensation application: (a) a current Interim Report, on [LBF #753](#) for Chapter 7 cases or [LBF #1153](#) for Chapter 11 cases, must be filed with the court before this Application is filed; AND (b) a completed and served Notice of Intent to Compensate Professional(s) using [LBF #753.40](#) must be filed, and linked to each pertinent Application if filed electronically, before the Application will be considered by the court.

DATED: _____

Signature

Signer's Name, Relation to Applicant, and Phone #

Address

EXHIBIT A

CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES WITH FEE APPLICATIONS

(See Guidelines ¶ C.3. for definitions of terms used in this Exhibit.)

CATEGORY OF TIMEKEEPER (using categories already maintained by the firm)		BLENDED HOURLY RATE	
		BILLED OR COLLECTED Firm or offices for preceding year, excluding bankruptcy	BILLED In this fee application
Delete	Nicholas J. Henderson, OSB #074027, Partner		\$350.00
Delete	Troy G. Sexton, OSB #115184, Associate		\$250.00
Delete	Christopher M. Sturgeon, Paralegal		\$150.00
Add	<i>Click Add button to add additional timekeeper category</i>		
	All timekeepers aggregated		\$159,525.00

Case Name: Evergreen Vintage Aircraft, Inc.
Case Number: 14-36770-rld11
Applicant's Name: Nicholas J. Henderson
Date of Application: 12/03/2015
Interim or Final: Interim

EXHIBIT B

SUMMARY OF TIMEKEEPERS INCLUDED IN THIS FEE APPLICATION

	NAME	TITLE OR POSITION	DEPARTMENT, GROUP, OR SECTION	DATE OF FIRST ADMISSION ¹	FEES BILLED IN THIS APPLICATION	HOURS BILLED IN THIS APPLICATION	HOURLY RATE BILLED IN THIS APPLICATION IN FIRST INTERIM APPLICATION		NUMBER OF RATE INCREASES SINCE CASE INCEPTION
Delete	Nicholas J. Henderson	Partner			\$108,990.00	311.4	\$350.00	\$350.00	0
Delete	Troy G. Sexton	Associate			\$48,675.00	194.7	\$250.00	\$250.00	0
Delete	Chris Sturgeon	Paralegal			\$1,860.00	12.4	\$150.00	\$150.00	0
Add	Click Add button to add additional timekeeper								
1If applicable									

Case Name: Evergreen Vintage Aircraft, Inc.

Case Number: 14-36770-rld11

Applicant's Name: Nicholas J. Henderson

Date of Application: 12/03/2015

Interim or Final: Interim

EXHIBIT C-1 AND C-2

(BUDGET AND STAFFING PLAN)

In re: Evergreen Vintage Aircraft, Inc.; USBC Case No. 14-36770-rld11

Prior to filing this bankruptcy case, Applicant and Debtor carefully reviewed the financial condition of the business, along with pending litigation and claims that would be filed in the bankruptcy. Applicant and Debtor also discussed the attorney fees, costs and expenses that were likely to be incurred by Debtor from the filing of the bankruptcy case until November 30, 2015. The parties agreed that a realistic budget for attorney fees, costs and expenses during that period would be \$225,000.

EXHIBIT E
SUMMARY COVER SHEET OF FEE APPLICATION

Name of applicant	Nicholas J. Henderson
Name of client	Evergreen Vintage Aircraft, Inc.
Time period covered by this application	Start 12/11/2014 End 11/30/2015
Total compensation sought this period	\$159,525.00
Total expenses sought this period	\$5,536.62
Petition date	December 11, 2014
Retention date	
Date of order approving employment	February 3, 2015
Total compensation approved by interim order to date	\$0.00
Total expenses approved by interim order to date	\$0.00
Total allowed compensation paid to date	\$0.00
Total allowed expenses paid to date	\$0.00
Blended rate in this application for all attorneys	
Blended rate in this application for all timekeepers	
Compensation sought in this application already paid pursuant to a monthly compensation order but not yet allowed	\$0.00
Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed	\$0.00
Number of professionals included in this application	3
If applicable, number of professionals in this application not included in staffing plan approved by client	
If applicable, difference between fees budgeted and compensation sought for this period	
Number of professionals billing fewer than 15 hours to the case during this period	1
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application	<input type="radio"/> yes <input checked="" type="radio"/> no

Case Name: Evergreen Vintage Aircraft, Inc.

Case Number: 14-36770-rld11

Applicant's Name: Nicholas J. Henderson

Date of Application: 12/03/2015

Interim or Final: Interim

Schedule A
(Summary of Compensation Requested by Project Category)
In re: Evergreen Vintage Aircraft, Inc.; USBC Case No. 14-36770-rld11

Category 1: **Prebankruptcy File.** This activity category includes all services performed and expenses incurred before the bankruptcy case was filed.

No time billed for Category 1 in this Fee Application

Category 2: **Main File.** This activity category includes all postpetition services and expenses relating to general estate administration or to those activities which do not fit within the more specific categories below.

Fees:	\$43,660.00
Expenses:	\$3,771.62
Total:	\$47,431.62

Category 3: **Schedules.** This activity category includes all postpetition services relating to the preparation and filing of the bankruptcy schedules, statement of financial affairs, and related documents.

Fees:	\$3,675.00
Expenses:	\$0.00
Total:	\$3,675.00

Category 4: **Reporting.** This activity category includes all postpetition services relating to the debtor's reporting requirements, such as monthly Bankruptcy Rule 2015 reports and periodic cash collateral reports to lenders.

Fees:	\$1,880.00
Expenses:	\$0.00
Total:	\$1,880.00

Category 5: **Employment.** This activity category includes all postpetition services relating to professional employment and fee applications.

Fees:	\$1,710.00
Expenses:	\$0.00
Total:	\$1,710.00

Category 6: **361, 362, 363, 364, 365.** This activity category includes all postpetition services relating to the disclosure statement and plan of reorganization.

Fees:	\$64,130.00
Expenses:	\$1,765.00
Total:	\$65,895.00

Category 7: **Plan and Disclosure Statement.** This activity category includes all postpetition services relating to the disclosure statement and plan of reorganization.

Fees:	\$3,360.00
<u>Expenses:</u>	<u>\$0.00</u>
Total:	\$3,360.00

Category 8: **Claims.** This activity category includes all postpetition services relating to creditor claims and administrative expenses.

Fees:	\$595.00
<u>Expenses:</u>	<u>\$0.00</u>
Total:	\$595.00

Category 9: **Avoidance.** This activity category includes all postpetition services relating to investigation and prosecution of avoidance claims held by the estate under Chapter 5 of the Bankruptcy Code.

Fees:	\$40,515.00
<u>Expenses:</u>	<u>\$0.00</u>
Total:	\$40,515.00

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.						
3022.102	12/12/2014	11	350.00	0.80	280.00	Email from T. Corrigan regarding media inquiry (0.2); emails to L. Anderson regarding additional information for 2014 Verified Statement (0.2); email from V. Barber regarding asset interest and DIP financing (0.2); email to M. Salazar regarding same; emails to client regarding both (0.2).
3022.102	12/15/2014	11	350.00	0.70	245.00	Telephone call from B. Free regarding cash collateral usage and plan thoughts (0.2); multiple emails to L. Anderson regarding administrative matters (0.3); telephone call to L. Anderson regarding same (0.2).
3022.102	12/17/2014	11	350.00	0.50	175.00	Telephone call to A. Li regarding foreclosure action by Hoffman, and regarding Umpqua letter regarding foreclosure of real estate; email to L. Anderson regarding inquiry from Conway MacKenzie; email to L. Anderson regarding Initial Debtor Interview; email to L. Anderson regarding Status Conference scheduled.
3022.102	12/17/2014	11	350.00	1.70	595.00	Telephone call from B. Free regarding Umpqua Notice of Default and details of potential asset sale (0.2); multiple emails to L. Anderson regarding IDI and Status Conference (0.3); multiple telephone calls and emails from auctioneers and parties interested in bidding on aircraft (0.4); emails to/from A. Li and J. Goffman regarding same (0.3); telephone call to L. Anderson regarding 2014 statement (0.3); email from L. Schwartz regarding same (0.2).
3022.102	12/18/2014	11	350.00	0.40	140.00	Telephone call from A. Li regarding museum lease and Umpqua Real Estate foreclosure; telephone call to G. Schweitzer regarding World Fuel.
3022.102	12/26/2014	11	350.00	0.50	175.00	Multiple emails to client regarding intercompany and affiliate debts; draft motion to extend time to file schedules.
3022.102	12/29/2014	11	350.00	1.80	630.00	Meeting with client regarding schedules and Initial Debtor Interview (1.0); attend initial Debtor Interview (0.8).
3022.102	01/02/2015	11	350.00	0.50	175.00	Telephone call to L. Anderson regarding information about plan sponsor and details for status conference; email to A. Li and J. Goffman regarding same.
3022.102	01/02/2015	11	350.00	0.50	175.00	Multiple telephone call to L. Anderson regarding additional information for 2014 statement; telephone call from G. Sweitzer regarding judicial lien on Debtor assets.
3022.102	01/05/2015	11	350.00	2.50	875.00	Prepare for case management hearing (1.0); attend case management hearing (0.5); conference with J. Sakai regarding cash collateral and motion for relief from stay (0.4); conference with J. Leonard regarding museum lease and other concerns (0.3); emails to/from A. Li and J. Goffman regarding update (0.3).
3022.102	01/06/2015	11	350.00	0.50	175.00	Continue research on lien perfection issue; email to J. Goffman and A. Li regarding status conference.
3022.102	01/09/2015	11	350.00	0.50	175.00	Conference call with J. Goffman and A. Li regarding strategy.
3022.102	01/13/2015	11	350.00	2.80	980.00	Meeting with client regarding 341 preparation and document review (1.9); attend 341 hearing (0.6); email to V. Popperl regarding minutes for appointment of president and bankruptcy filing (0.3).
3022.102	01/19/2015	11	350.00	0.40	140.00	Email to client regarding insurance issues, monthly report and amendments to schedules.
3022.102	01/26/2015	11	350.00	0.40	140.00	Brief conference with W. Kusneras and J. Sakay regarding motion for relief and possible avoidance actions; conference with J. Leonard regarding lease and rent issues.
3022.102	01/29/2015	11	350.00	0.60	210.00	Email to B. Stanford regarding affiliated Chapter 7 cases and consolidated tax returns (0.2); review emails and attachments from L. Anderson regarding information about Beech 35 aircraft and tail numbers for Bell, Hiller and Sikorsky aircraft (0.4).
3022.102	02/03/2015	11	350.00	0.90	315.00	Multiple emails to/from L. Anderson regarding lease payments from museum (0.2); draft email to J. Leonard regarding lease payments and Beech 35 (0.4); telephone call to J. Sakay regarding museum lease payments and negotiations for RFS motion (0.3).
3022.102	02/18/2015	11	350.00	0.30	105.00	Telephone call from J. Leonard regarding update and museum lease issues.
3022.102	02/20/2015	11	350.00	0.50	175.00	Telephone call from J. Goffman regarding strategy and global settlement; telephone call to L. Anderson regarding monthly report.
3022.102	02/21/2015	11	350.00	1.50	525.00	Attend conference call regarding strategy and mediation (1.2); email to J. Goffman regarding overall plan mediation with affiliates (0.3).
3022.102	02/23/2015	11	350.00	0.90	315.00	Telephone call to J. Goffman regarding plan mediation ideas (0.2); telephone call to L. Anderson regarding monthly report (0.2); telephone call to J. Leonard regarding plan mediation ideas and debt details (0.3); telephone call to J. Sakay regarding same (0.2).
3022.102	02/24/2015	11	350.00	1.20	420.00	Telephone call from J. Sakay regarding mediation and postponement of MFR response (0.3); telephone call to J. Laurick regarding mediation (0.3); telephone call to J. Leonard regarding same (0.2); email to J. Goffman regarding mediation issues (0.2); email to J. Sakay regarding follow-up (0.2).
3022.102	02/25/2015	11	350.00	1.30	455.00	Telephone call to J. Goffman regarding mediation issues (0.2); telephone call to J. Sakay regarding same (0.1); emails to/from J. Sakay regarding mediation details (0.2); email from J. Laurick regarding property lien report (0.1); email to J. Laurick regarding same (0.1); emails from L. Anderson and R. Shah regarding lease negotiations and rent payments (0.2); review email from J. Leonard regarding mediation request (0.1); review email from J. Perris regarding same (0.1); draft email to L. Anderson and J. Goffman regarding Judge Perris mediation schedule (0.2).
3022.102	03/01/2015	11	350.00	0.50	175.00	Review email from J. Leonard regarding mediation; email to J. Goffman

Client		Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.							
3022.102	03/03/2015	11	350.00	0.30	105.00	regarding same; email from J. Goffman regarding details for mediation; email to J. Leonard and J. Sakay regarding mediation details and schedule change.	
3022.102	03/03/2015	11	350.00	0.50	175.00	Telephone call to J. Sakay regarding mediation and settlement issues; email to J. Goffman regarding mediation of DMS property sale issue.	
3022.102	03/07/2015	11	350.00	0.20	70.00	Telephone call from J. Misely regarding update; email from J. Laurick regarding mediation details; email to J. Laurick regarding same; telephone call to J. Sakay regarding scheduling issues.	
3022.102	03/10/2015	11	350.00	0.50	175.00	Emails from/to J. Goffman regarding mediation materials.	
3022.102	03/18/2015	11	350.00	0.50	175.00	Review email from B. Free regarding value of transferred aircraft; conference with T. Sexton regarding same; email to L. Anderson and J. Goffman regarding same.	
3022.102	03/18/2015	11	350.00	0.80	280.00	Review POC 2 of Yamhill County; prepare notes for mediation statement; email to client and J. Goffman regarding same.	
3022.102	03/19/2015	11	350.00	1.20	420.00	Telephone call to J. Goffman regarding update and status of mediation (0.3); telephone call from A. Li regarding same, and regarding mediation statements and proposals (0.3); multiple emails to/from A. Li regarding timing and request for extension of proposal deadline (0.2).	
3022.102	03/20/2015	11	350.00	0.30	105.00	Multiple telephone call from A. Li regarding mediation and proposal (0.4); review mediation statement (0.4); email to J. Perris regarding extension of deadline for proposal (0.2); telephone call from J. Leonard regarding mediation update and ideas (0.2).	
3022.102	03/24/2015	11	350.00	2.30	805.00	Telephone call to J. Leonard regarding mediation details.	
3022.102	03/25/2015	11	350.00	0.20	70.00	Telephone call to L. Anderson regarding property tax details (0.2); review review and revise joint mediation statement to J. Perris (0.5); review mediation statement from Ch 7 Bankruptcy Trustee (0.5); review case law on fraudulent transfer issues (0.5); email to J. Goffman and A. Li regarding same (0.2); emails from/to J. Sakay regarding mediation details (0.2); emails from/to J. Laurick regarding lien report (0.2).	
3022.102	03/25/2015	11	350.00	1.50	525.00	Email from M. Connolly regarding insurance policy information; email to L. Anderson regarding same.	
3022.102	03/26/2015	11	350.00	5.40	1,890.00	Conference with J. Leonard regarding mediation details and mechanics (0.9); emails to J. Sakay regarding requested documents (0.2); review file and materials in preparation for mediation (0.4)	
3022.102	03/27/2015	11	350.00	11.50	4,025.00	Telephone call to J. Goffman regarding mediation (0.2); attend mediation (4.5); follow-up meeting with L. Anderson regarding same (0.5); telephone call from J. Goffman regarding mediation update (0.2).	
3022.102	03/31/2015	11	350.00	0.20	70.00	Meeting with clients and J. Goffman regarding mediation update (1.0); attend mediation (10.5).	
3022.102	04/01/2015	11	350.00	0.90	315.00	Email to J. Leonard regarding mediation information and claims by Ch. 7 Trustee.	
3022.102	04/03/2015	11	350.00	0.30	105.00	Emails to/from J. Goffman regarding update and negotiation status (0.4); email from J. Goffman regarding communications with E. Landsverk (0.2); telephone call to J. Goffman regarding strategy and continuing mediation issues (0.3).	
3022.102	04/06/2015	11	350.00	7.20	2,520.00	Review and revise motion to extend exclusivity; emails to/from A. Li and J. Goffman regarding update and mediation.	
3022.102	04/07/2015	11	350.00	0.50	175.00	Attend mediation with Umpqua Bank, World Fuel and EASM.	
3022.102	04/08/2015	11	350.00	0.80	280.00	Emails to/from A. Li regarding motion to extend exclusivity period; review and revise motion to extend exclusivity.	
3022.102	04/10/2015	11	350.00	0.20	70.00	Review emails from E. Lansverk, with proposed term sheet (0.3); email to J. Goffman regarding same (0.2); telephone call to J. Leonard regarding same (0.3).	
3022.102	04/13/2015	11	350.00	0.80	280.00	Telephone call to J. Misely regarding property tax claims due.	
3022.102	04/20/2015	11	350.00	0.20	70.00	Review revised term sheet (0.4); email to J. Goffman regarding same (0.2); emails from/to J. Leonard regarding same (0.2).	
3022.102	05/08/2015	11	350.00	1.00	350.00	Email to T. Combs regarding quarterly fee.	
3022.102	05/11/2015	11	350.00	0.20	70.00	Draft supplemental notice regarding sale and settlement motion.	
3022.102	05/12/2015	11	350.00	0.20	70.00	Email from J. Leonard regarding Stipulated RFS Order; review same and email to J. Leonard regarding agreement.	
3022.102	05/13/2015	11	350.00	0.70	245.00	Emails from/to V. Popperl regarding amended order allowing document filed under seal.	
3022.102	05/14/2015	11	350.00	3.70	1,295.00	Email to J. Leonard regarding relief from stay for property tax dispute (0.2); telephone call to J. Misley regarding property tax details and motion to approve settlement (0.3); emails to/from A. Li regarding hearing (0.2).	
3022.102	05/26/2015	11	350.00	0.20	70.00	Emails to/from J. Goffman regarding hearing on Settlement and Sale (0.2); emails to/from L. Anderson regarding same (0.2); review and revise motion for entry of amended order (0.3); conference with T. Sexton regarding same (0.1); email to V. Popperl regarding same (0.2); email to V. Popperl regarding issues for sale and settlement motions (0.2); review settlement standards case law and prepare hearing outline (1.5); review evidentiary materials from statre court case and revise complaint against World Fuel (1.0).	
3022.102	05/27/2015	11	350.00	5.30	1,855.00	Telephone call with V. Popperl regarding large case fee guidelines.	
3022.102	05/27/2015	11	350.00	5.30	1,855.00	Telephone call from J. Sakay regarding status of hearing, communication with and expert report (0.2); multiple emails to/from J. Sakay regarding same (0.4); telephone call to G. Page regarding appraisal and testimony (0.4); continue preparing outline for exam and argument (1.4); telephone call from J. Laurick	

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.						
3022.102	06/03/2015	11	350.00	1.20	420.00	regarding postponement request (0.2); multiple emails to J. Goffman, J. Frank and J. Sakay regarding same (0.5); review motion for postponement and attached declaration (0.3); telephone calls to J. Sakay and J. Leonard regarding same (0.4); review case law and draft objection to motion to postpone (1.5).
3022.102	06/04/2015	11	350.00	0.20	70.00	Emails from/to J. Sakay regarding cash collateral use (0.2); email to G. Page regarding statement for services (0.2); emails to/from J. Leonard and L. Anderson regarding rent from museum (0.3); telephone call from J. Laurick regarding settlement thoughts (0.2); telephone call to J. Laurick regarding same (0.2); email from B. Sandler regarding appraisal (0.1).
3022.102	06/04/2015	11	350.00	0.20	70.00	Emails from/to J. Misely regarding property tax claim.
3022.102	06/25/2015	11	350.00	0.50	175.00	Email to J. Leonard regarding property tax claim details.
3022.102	06/30/2015	11	350.00	2.10	735.00	Emails from J. Goffman regarding property transfer error issue for adjacent land; telephone call to L. Anderson regarding rent; email to J. Leonard regarding rent due.
3022.102	07/12/2015	11	350.00	0.20	70.00	Multiple emails from/to J. Goffman and J. Frank regarding continuing litigation on related properties and continuing settlement discussions with World Fuel (0.3); emails to/from A. Li regarding same, and regarding title report (0.2); conference call with client, J. Goffman and J. Frank regarding same (0.8); review statute and case law regarding settlement and sale strategy discussions (0.8).
3022.102	07/14/2015	11	350.00	0.20	70.00	Email from O. Haker regarding objections.
3022.102	07/29/2015	11	350.00	0.70	245.00	Emails to/from L. Anderson regarding UST fees and monthly report.
3022.102	07/29/2015	11	350.00	0.20	70.00	Brief conference with W. Kusnerus regarding Notice of Intent to Transfer Real Property (0.1); emails to/from J. Goffman regarding same (0.2); telephone call to J. Leonard regarding compensation questions (0.2); email to J. Goffman and J. Frank regarding same (0.2).
3022.102	07/31/2015	11	350.00	0.20	70.00	Telephone call to V. Popperl regarding Large Case Fee Guideline proposed order.
3022.102	08/04/2015	11	350.00	1.20	420.00	Email to J. Goffman regarding notice period for land transfer.
3022.102	08/10/2015	11	350.00	0.20	70.00	Attend conference call regarding continued settlement discussions with World Fuel (0.5); review file and prepare proposed language for Covenant Not to Further Sue (0.5); email to J. Frank regarding same (0.2).
3022.102	08/31/2015	11	350.00	0.20	70.00	Emails from/to A. Li regarding Notice of Transfer of Property.
3022.102	09/01/2015	11	350.00	0.20	70.00	Email to L. Anderson regarding Ventures Acquisition inquiry, and regarding IMAX claim.
3022.102	10/12/2015	11	350.00	0.30	105.00	Email to K. Dunckel and L. Anderson regarding quit claim deed recording.
3022.102	10/29/2015	11	350.00	2.50	875.00	Email from K. Moody regarding property tax claim; email to K. Dunckel regarding additional details about tax lot 1300.
3022.102	11/04/2015	11	350.00	1.10	385.00	Telephone call from J. Laurick and G. Sweitzer regarding settlement issues (0.4); attend status conference (0.4); telephone call to J. Laurick regarding same (0.2); telephone call to V. Popperl regarding proposed form of order (0.2); draft proposed form of order (0.2); email to V. Popperl regarding same (0.1); emails to J. Goffman, J. Frank and L. Anderson regarding settlement status (0.5); telephone call to J. Perris regarding settlement update (0.5).
3022.102	11/05/2015	11	350.00	0.20	70.00	Telephone call from D. Bledsoe regarding settlement (0.2); email from J. Perris regarding same (0.1); email from J. Frank regarding DE Trustee issue (0.2); telephone call to J. Goffman regarding same (0.2); telephone call from J. Sakay regarding Umpqua Bank concerns (0.2).
3022.102	11/05/2015	11	350.00	0.60	210.00	Email to J. Goffman regarding DE Trustee issue follow-up.
3022.102	11/17/2015	11	350.00	0.20	70.00	Telephone call from K. Sugawa regarding DE Trustee issue.
3022.102	11/25/2015	11	350.00	0.70	245.00	Email to B. Sandler regarding Plan, Disclosure Statement and settlement.
						Attend hearing on Motion to Enforce Settlement Agreement (0.3); telephone call from K. Sugawa regarding same (0.2); telephone call to client regarding financial statements and tax returns (0.2).
Total for Client ID 3022.102			Billable	82.90	29,015.00	Evergreen Vintage Aircraft, Inc. Bankruptcy Main File

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.103 Evergreen Vintage Aircraft, Inc.						
3022.103	12/29/2014	11	350.00	0.50	175.00	Continue drafting statements and schedules.
3022.103	12/30/2014	11	350.00	1.50	525.00	Continue review of financial records, affiliate schedules and loan documents to prepare schedules (0.9); continue drafting statements and schedules (0.6).
3022.103	12/31/2014	11	350.00	0.50	175.00	Continue review of documents and preparation of statements and schedules.
3022.103	01/05/2015	11	350.00	0.50	175.00	Continue review of financial records; conference with L. Anderson regarding information for schedules.
3022.103	01/06/2015	11	350.00	0.60	210.00	Emails to/from L. Anderson regarding information for schedules; continue drafting schedules.
3022.103	01/09/2015	11	350.00	4.20	1,470.00	Continue review of documents, lease agreements, loan documents and public records (1.7); multiple emails to and from client regarding information for schedules (0.4); continue drafting schedules (0.3); emails to and from client regarding draft schedules (0.9); telephone call to client regarding same (0.4); telephone call to G. Sweitzer regarding additional information for World Fuel Services claim and lien details (0.3); telephone call to E. Schwartz regarding litigation details (0.2).
3022.103	01/20/2015	11	350.00	1.40	490.00	Review notes and emails from client (0.2); draft amended schedules (0.9); email to client regarding same (0.2); email to V. Popperl regarding question about amended schedules (0.1).
3022.103	01/21/2015	11	350.00	0.50	175.00	Email from client regarding additional revisions to schedules; telephone call to client regarding same; revise schedules and SofA; email to client for review; email from/to V. Popperl regarding amended schedules.
3022.103	01/29/2015	11	350.00	0.40	140.00	Review FAA registration documents regarding Beech 35 aircraft; review insurance information for same aircraft; email to L. Anderson regarding status of Beech 35.
3022.103	03/23/2015	11	350.00	0.20	70.00	Email to L. Anderson regarding mediation and monthly report; telephone call to L. Anderson regarding same.
3022.103	04/10/2015	11	350.00	0.20	70.00	Prepare Amended Schedule D; email to client regarding same.
Total for Client ID 3022.103			Billable	10.50	3,675.00	Evergreen Vintage Aircraft, Inc. Schedules

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.104 Evergreen Vintage Aircraft, Inc.						
3022.104	12/26/2014	11	350.00	0.50	175.00	Multiple emails to/from L. Anderson regarding insurance and banking information for Initial Reporting requirements to US Trustee; email to T. Combs regarding Initial Reporting Requirements.
3022.104	01/21/2015	11	350.00	0.40	140.00	Review email from client with draft monthly report; telephone call to client regarding same; emails to/from client regarding revised monthly report.
3022.104	02/24/2015	11	350.00	0.20	70.00	Telephone call to L. Anderson regarding monthly report.
3022.104	02/25/2015	11	350.00	0.30	105.00	Telephone call to L. Anderson regarding monthly report; emails to/from L. Anderson regarding same.
3022.104	04/20/2015	11	350.00	0.40	140.00	Review draft monthly report; email to L. Anderson regarding same; telephone call from T. Combs regarding reporting question.
3022.104	06/07/2015	11	350.00	0.20	70.00	Email to L. Anderson regarding Umpqua consent for cash collateral use, and regarding payment of US Trustee fees.
3022.104	06/22/2015	11	350.00	0.40	140.00	Review monthly report; emails to and from client regarding revisions; review revised report.
3022.104	07/13/2015	11	350.00	0.30	105.00	Emails and telephone call to L. Anderson regarding monthly operating report.
3022.104	07/31/2015	11	350.00	0.40	140.00	Email to L. Anderson regarding monthly report; telephone call from L. Anderson regarding same; emails to/from L. Anderson regarding settlement statements from asset sale.
3022.104	08/20/2015	11	350.00	0.30	105.00	Review and revise draft monthly operating report; email to L. Anderson regarding same.
3022.104	09/23/2015	11	350.00	0.30	105.00	Email from L. Anderson regarding monthly report; review monthly report and revise narrative for UST-17; email to client for review and approval.
3022.104	10/21/2015	11	350.00	0.40	140.00	Review monthly report from client; telephone call to L. Anderson regarding questions about information in report; email to L. Anderson regarding delinquent UST fee and email from T. Combs; email to T. Combs regarding same.
Total for Client ID 3022.104			Billable	4.10	1,435.00	Evergreen Vintage Aircraft, Inc. Reporting

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.105 Evergreen Vintage Aircraft, Inc.						
3022.105	01/26/2015	11	350.00	0.70	245.00	Attend status conference and hearing on Application for Employment (0.5); draft proposed order (0.1); email to V. Popperl (0.1)
3022.105	08/05/2015	11	350.00	0.20	70.00	Telephone conversation with V. Popperl regarding changes to order for application of Large Case Fee Guidelines.
3022.105	08/31/2015	11	350.00	0.20	70.00	Telephone call to V. Popperl regarding Large Case Fee Guideline order, and regarding current status of case.
Total for Client ID 3022.105			Billable	1.10	385.00	Evergreen Vintage Aircraft, Inc. Employment

Client ID	Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
3022.106 Evergreen Vintage Aircraft, Inc.							
	3022.106	01/22/2015	11	350.00	1.00	350.00	Email from J. Goffman regarding letters of intent and appraisals for specific aircraft (0.3); review attached materials (0.7).
	3022.106	01/24/2015	11	350.00	0.50	175.00	Review Motion for Relief from Stay and supporting documents; email to client and J. Goffman regarding same.
	3022.106	01/26/2015	11	350.00	1.20	420.00	Continue review of MFR materials from Umpqua Bank (0.5); conference call with J. Goffman regarding same (0.2); continue review of FAA perfection materials for Aircraft (0.5).
	3022.106	01/28/2015	11	350.00	0.20	70.00	Email from J. Laurick regarding status and potential Motion for Relief by World Fuel Services, Inc.; email to client regarding same.
	3022.106	01/29/2015	11	350.00	2.30	805.00	Review email and attachments from J. Goffman regarding valuation of aircraft, appraisals and letters of intent (0.6); continue research regarding response to MFR by Umpqua Bank (1.2); draft outline of response to Umpqua Bank MFR (0.3); emails from/to J. Laurick regarding World Fuel liens (0.2).
	3022.106	02/06/2015	11	350.00	1.00	350.00	Continue review of MFR materials filed by Umpqua Bank (0.7); telephone call to J. Sakay regarding same (0.1); email to J. Sakay regarding discovery (0.2).
	3022.106	02/09/2015	11	350.00	1.20	420.00	Emails from/to L. Anderson and J. Goffman regarding update on response to Umpqua MFR (0.5); telephone conference with J. Sakay and B. Free regarding discovery, response and avoidance actions, and potential resolution of motion for relief (0.7).
	3022.106	02/10/2015	11	350.00	0.80	280.00	Emails from/to J. Sakay regarding possible stipulation (0.2); emails to/from L. Anderson and J. Goffman regarding same (0.2); conference with T. Sexton regarding Umpqua discovery issues (0.2); telephone call to J. Goffman and L. Anderson regarding possible stipulation (0.2).
	3022.106	02/11/2015	11	350.00	1.40	490.00	Meeting with J. Sakay and B. Free regarding potential resolution for MFR (0.3); attend preliminary hearing on MFR (0.5); telephone call to J. Laurick regarding potential MFR by World Fuel Services (0.3); telephone call to L. Anderson and J. Goffman regarding settlement discussions (0.3).
	3022.106	02/16/2015	11	350.00	2.50	875.00	Prepare outline of response to MFR (0.3); continue review of declarations and supporting materials (0.5); continue review of case law regarding avoidance actions and cause for relief (1.2); continue drafting response (0.5).
	3022.106	02/17/2015	11	350.00	2.20	770.00	Continue review of case law and response drafting.
	3022.106	02/18/2015	11	350.00	1.50	525.00	Continue review of case law regarding cause for relief (0.5); review materials regarding value of collateral (0.4); continue drafting response (0.6).
	3022.106	02/21/2015	11	350.00	1.80	630.00	Continue review of case law and preparation of response to Umpqua MFR.
	3022.106	02/26/2015	11	350.00	1.00	350.00	Emails to/from J. Goffman regarding mediation (0.2); emails to/from J. Sakay and J. Leonard regarding same (0.2); telephone call to J. Leonard regarding mediation issues (0.2); email to J. Laurick regarding mediation (0.2); email to J. Goffman regarding conference call with Judge Perris (0.2).
	3022.106	03/14/2015	11	350.00	3.70	1,295.00	Research case law regarding relief from stay and fraudulent transfers (1.8); draft response to MFR (0.9).
	3022.106	03/21/2015	11	350.00	3.10	1,085.00	Continue case law research regarding RFS and avoidance actions (1.5); continue review of materials and preparation of notes and timelines for RFS response (1.0); continue drafting RFS response (0.6).
	3022.106	03/22/2015	11	350.00	3.50	1,225.00	Continue review of motion for relief, declarations and evidence from client (1.3); continue research regarding response to MFR (1.0); continue drafting response to Motion for Relief (1.2).
	3022.106	03/26/2015	11	350.00	0.80	280.00	Review and revise RFS response.
	3022.106	04/10/2015	11	350.00	1.20	420.00	Review term sheets for proposed settlement (0.2); emails to/from J. Goffman and A. Li regarding same (0.2); telephone call from J. Sakay regarding rescheduling MFR hearing and conference call to chambers regarding same (0.2); emails to/from L. Anderson regarding cash collateral budget (0.2); draft stipulation for use of cash collateral (0.4).
	3022.106	04/15/2015	11	350.00	2.10	735.00	Multiple emails to/from J. Goffman and A. Li regarding final issues for term sheet (0.3); telephone call to J. Goffman regarding timing and settlement mechanics (0.2); review email from J. Cohen with revised term sheet (0.2); draft comments to term sheet and email to J. Cohen regarding same (0.2); conference call with A. Li, J. Goffman and E. Lansverk regarding term sheet issues (0.3); telephone call from J. Sakay regarding proposed language changes (0.2); telephone call from A. Li regarding same (0.2); draft additional revisions to term sheet and email to group regarding same (0.2); email from A. Li regarding additional comments (0.2); email to A. Li regarding proposed revisions (0.1).
	3022.106	04/16/2015	11	350.00	2.00	700.00	Attend status conference (0.5); multiple emails from A. Li regarding term sheet and communications with other parties (0.3); draft motion to settle and motion to approve sale (1.2).
	3022.106	05/05/2015	11	350.00	0.60	210.00	Emails and telephone call to V. Popperl regarding sale and settlement motions (0.2); telephone call to J. Leonard regarding same, and regarding term sheet issues (0.4).
	3022.106	05/07/2015	11	350.00	0.90	315.00	Draft email to V. Popperl regarding response to concerns about settlement and sale motions (0.4); telephone call from V. Popperl regarding same (0.5).
	3022.106	05/15/2015	11	350.00	2.20	770.00	Review objections to settlement and sale (0.4); emails to/from J. Leonard regarding same (0.3); review and revise proposed draft order on settlement and sale (1.0); email to US Trustee regarding same (0.1); emails to/from J. Goffman regarding same (0.3); telephone call to V. Popperl regarding UST concerns to proposed form of order (0.1).

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Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	05/16/2015	11	350.00	0.30	105.00	Telephone call from J. Goffman and J. Frank regarding objections and proposed form of order.
3022.106	05/17/2015	11	350.00	1.50	525.00	Continue drafting/revising complaint.
3022.106	05/19/2015	11	350.00	4.50	1,575.00	Telephone call from J. Goffman regarding Meeting with L. Anderson (0.6); attend hearing (3.9).
3022.106	05/20/2015	11	350.00	2.60	910.00	Telephone call to J. Goffman regarding update and strategy (0.2); email to J. Sakay regarding appraisal information and extension of response deadline for MFR (0.2); telephone call to appraisers regarding appraisal and availability for hearing (0.6); email to J. Sakay regarding potential cash collateral use and approval (0.2); draft cash collateral budget and proposed stipulation and motion for use of cash collateral (1.0); telephone call to E. Lansverk regarding appraisal (0.2); email to L. Anderson regarding 2012 appraisal (0.2).
3022.106	05/21/2015	11	350.00	3.00	1,050.00	Emails to/from L. Anderson regarding World Fuel appraisal (0.3); review appraisal and draft email to L. Anderson and J. Goffman (0.6); telephone call from E. Lansverk and G. Page regarding expert testimony (0.4); multiple emails to/from E. Lansverk regarding same, and regarding World Fuel appraisal (0.2); conference call with E. Lansverk, J. Sakay and G. Page regarding comp data, final appraisal report and review of opponent's appraisal (0.5); telephone call from J. Perris regarding update on mediation (0.2); prepare notes for expert direct exam (0.3); telephone call to J. Leonard regarding update (0.2); multiple emails to/from J. Goffman and J. Frank regarding expert analysis and update (0.3).
3022.106	05/22/2015	11	350.00	0.50	175.00	Review email from O. Haker regarding demand for changes to proposed order; email to Z. Wright regarding same; email to J. Goffman and J. Frank regarding same; email to O. Haker regarding draft order; review proposed changes from O. Haker.
3022.106	05/26/2015	11	350.00	1.90	665.00	Review email and attachments from J. Sakay with updated appraisal (0.5); prepare notes for expert testimony (0.3); conference call with J. Goffman and L. Anderson regarding timing, closing and other issues (0.5); email from O. Haker regarding proposed form of revised order for settlement and sale (0.2); email to J. Goffman and A. Li regarding same (0.2); email to O. Haker regarding acceptance of proposed form of order (0.2).
3022.106	05/28/2015	11	350.00	7.10	2,485.00	Telephone call from J. Laurick regarding proposal to settle objection (0.2); emails to client, J. Goffman and J. Sakay regarding same (0.3); email to J. Laurick regarding same (0.1); meeting with G. Page regarding report and testimony (2.0); attend hearing on 363/9019 motions (1.5); draft revised form of order and email to parties regarding same (0.5); telephone call to J. Laurick regarding county tax payments (0.3); telephone call to J. Misely regarding hearing and form of order (0.2); telephone call to J. Leonard regarding same (0.2); email to client and J. Goffman regarding update and ruling (0.3); telephone call to J. Frank regarding same (0.2); email to J. Laurick regarding proposed objection from county, and regarding expedited hearing on value (0.3); Review emails from creditors and parties in interest regarding form of order (0.4); review email with objection from J. Misley (0.2); draft letter to J. Dunn regarding request for expedited hearings (0.4).
3022.106	05/29/2015	11	350.00	4.60	1,610.00	Multiple emails to/from B. Free regarding form of order (0.4); telephone call to B. Free regarding same (0.2); telephone call from court regarding expedited hearing (0.2); draft and serve notice of expedited hearing (0.5); telephone calls to J. Misley, J. Sakay and J. Leonard regarding same (0.4); attend hearing on form of order (0.6); telephone call from J. Leonard regarding same (0.2); conference with T. Sexton regarding next steps and strategy (0.2); email to client and J. Goffman regarding update (0.3); draft motion to value collateral (1.0); draft motion for expedited hearing on same (0.4); emails to/from C. McClurg regarding form of order (0.2).
3022.106	06/01/2015	11	350.00	3.70	1,295.00	Continue review case law regarding valuation of collateral (1.0); finalize and file motion to value collateral and motion for expedited hearing (1.5); multiple emails to G. Schott and R. Collings regarding closing timeline and documents (0.5); telephone call from R. Collings regarding same (0.2); email and multiple telephone call to/from L. Brents regarding aircraft escrow (0.3); emails to/from J. Leonard and K. Mannix regarding closing details for EASM (0.2).
3022.106	06/02/2015	11	350.00	4.80	1,680.00	Multiple emails from K. Mannix regarding transaction details (0.4); draft multiple lengthy emails to K. Mannix, R. Collings and G. Schott regarding details for asset purchase agreement and aircraft allocation details (1.2); emails from/to J. Sakay regarding closing details and escrow (0.2); telephone call from J. Sakay regarding same (0.2); telephone call to L. Brents regarding escrow (0.2); email to L. Brents regarding transaction and aircraft details (0.3); telephone call to K. Dunckel regarding second escrow for land (0.2); email to K. Dunckel regarding same (0.2); emails to/from K. Mannix regarding property tax appeal issue (0.2); emails to/from B. Free regarding escrow and closing documents (0.2); telephone call to B. Free regarding additional details for same (0.3); draft purchase and sale agreement (0.8); telephone call to J. Leonard regarding same (0.2); email to B. Sandler regarding 2012 appraisal (0.2).
3022.106	06/05/2015	11	350.00	5.10	1,785.00	Email from S. Bell regarding sale terms and closing (0.2); telephone call to S. Bell regarding introduction and closing (0.2); review email and attachment

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Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	06/08/2015	11	350.00	3.10	1,085.00	from S. Bell regarding proposed form of lease (0.3); emails from A. Li and J. Goffman regarding closing update and strategy (0.4); review term sheet and draft Purchase and Sale Agreement (1.7); email to S. Bell, R. Collings, K. Mannix and J. Leonard regarding draft PSA (0.3); emails from/to B. Free regarding draft PSA and title commitment issues (0.3); email to K. Dunckel regarding title commitment (0.2); telephone call to J. Leonard regarding property taxes and potential settlement back-up plan (0.2); revise PSA (0.4); email to Buyers' counsel regarding revisions to PSA and discussion with escrow (0.3); email from L. Brents regarding aircraft escrow (0.2); email from C. Harrington regarding property tax issues (0.2); telephone call from J. Frank regarding upcoming hearing (0.2).
3022.106	06/09/2015	11	350.00	5.30	1,855.00	Multiple emails to/from S. Bell, K. Mannix, J. Leonard, C. Harrington and R. Collings regarding PSA and remaining issues (0.4); emails from/to B. Free regarding PSA issues (0.2); email to A. Li regarding PSA (0.2); email to L. Brents regarding aircraft escrow (0.2); email to K. Dunckel regarding escrow (0.2); continue drafting closing checklist (0.5); emails to/from R. Collings regarding timing of closing (0.2); emails to/from L. Anderson regarding upcoming hearing (0.2); telephone call from J. Misley regarding property tax issues (0.2); email to J. Leonard regarding same (0.2); email to J. Goffman and A. Li regarding same (0.2); email from J. Sakay regarding stipulated order granting relief from stay (0.2); email to L. Anderson and J. Goffman regarding same (0.2).
3022.106	06/10/2015	11	350.00	9.70	3,395.00	Multiple emails to/from C. Harrington regarding property tax and lease issues (0.4); review emails from S. Bell with comments to proposed PSA (0.8); emails from/to B. Free regarding comments to PSA (0.4); revise PSA with comments from various parties (1.0); email to buyers and counsel regarding revisions to PSA (0.3); telephone call to J. Leonard regarding PSA and property tax issues (0.2); emails and telephone call to J. Misley regarding property tax issues and settlement agreement concerns (0.3); emails from/to J. Laurick regarding settlement discussions and expert testimony (0.2); review declaration of J. Laurick, with updated appraisal report (0.6); telephone call from J. Sakay regarding same (0.2); email from B. Free regarding Umpqua issues for closing (0.2); emails from/to R. Collings regarding revised PSA (0.3); telephone call to K. Dunckel regarding title commitment (0.2); emails to/from L. Anderson and J. Goffman regarding updates and new appraisal from J. Laurick (0.2).
3022.106	06/11/2015	11	350.00	10.60	3,710.00	Multiple emails from/to S. Bell and R. Collings regarding revisions to PSA (0.8); continue drafting and incorporating various comments and revisions to PSA (1.0); review memo regarding admissibility of AMC 2015 appraisal (0.4); telephone call from J. Laurick regarding request to postpone hearing (0.2); review motion to postpone hearing (0.2); review and revise objection to motion to postpone hearing (0.5); attend telephonic hearing regarding motion to postpone (0.7); conference call with counsel regarding potential settlement (0.2); telephone call from J. Laurick regarding same (0.3); telephone call from E. Lansverk regarding same (0.2); multiple emails to/from B. Free regarding proposed 363/9019 order (0.3); emails to/from J. Sakay regarding stipulated order regarding relief from stay (0.3); telephone call from J. Sakay regarding same (0.2); draft revisions to 363/9019 order (0.3); emails to B. Free and E. Lansverk regarding same (0.2); draft revisions to stipulated RFS order (0.3); emails to J. Sakay and E. Lansverk regarding same (0.2); meeting with G. Page regarding hearing (1.2); multiple emails to/from J. Laurick regarding settlement offers (0.3); telephone call to J. Laurick regarding same (0.2); emails to/from J. Misley regarding property tax payoff (0.2); draft order regarding motion to postpone hearing (0.2); multiple emails to/from parties regarding same (0.2); email to K. Dunckel regarding status of title report (0.2); emails to/from J. Sakay regarding title report and timing for closing (0.2); email from S. Bell regarding final PSA issues and legal description (0.3); telephone call to R. Collings regarding same (0.2); email to client regarding updated legal description (0.2).
3022.106	06/11/2015	11	350.00	10.60	3,710.00	Continue preparation for hearing (2.5); meeting with G. Page regarding same (0.5); attend hearing on Motion to Determine Value (1.9); follow-up meeting with client regarding PSA and closing issues (0.2); multiple emails to Umpqua counsel regarding same (0.5); draft order on motion to value collateral (0.4); email to J. Laurick regarding same (0.1); multiple telephone calls to L. Brents regarding aircraft escrow issues (0.4); emails to/from L. Brents regarding same (0.3); telephone call to K. Dunckel regarding title report and property description issue (0.3); emails to all settling parties regarding hearing and regarding PSA issues (0.3); emails to/from S. Bell regarding property description issues (0.3); telephone call from R. Collings regarding PSA issues (0.2); telephone call from J. Sakay regarding form of order (0.2); revise form of 9019/363 order (0.4); telephone call to B. Free regarding same (0.1); emails to/from J. Leonard regarding proposed orders (0.2); emails to/from J. Misley regarding property tax balances (0.2); email from/from S. Bell regarding survey and legal description (0.2); telephone call to S. Bell regarding same (0.2); conference call with L. Brents and B. Free regarding FAA recording requirements for order (0.3); draft revisions to order and email to L. Brents

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Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	06/12/2015	11	350.00	7.10	2,485.00	regarding same (0.2); email from K. Dunckel regarding title report (0.1); review same (0.2); email to S. Bell regarding same (0.2); email to L. Anderson regarding same (0.2). Review email from S. Bell regarding closing agenda (0.3); review email from L. Brents regarding liens and encumbrances table for order (0.4); review aircraft documentation to compare with table (0.9); email to changes to lien and encumbrance table (0.3); telephone call to L. Brents regarding missing information regarding same (0.3); draft revisions order and FAA liens and encumbrances table (0.5); emails to Umpqua counsel regarding form of revised order (0.2); emails to all parties regarding form of order approving sale and settlement (0.2); email from J. Leonard regarding same (0.2); email from O. Haker regarding same (0.2); draft additional revisions to order (0.2); emails to all interested parties regarding same (0.2); email from S. Bell regarding revisions to PSA (0.2); telephone call from S. Bell regarding same (0.3); multiple emails to/from K. Dunckel regarding property description problem and other escrow issues (0.5); emails from/to B. Free regarding foreclosure notices, escrow instructions and addenda (0.5); emails from/to J./ Goffman regarding closing (0.4); draft revisions to PSA (0.4); emails to R. Collings regarding same (0.2); email to K. Mannix regarding Air Sedan title discrepancy (0.2); email to B. Free regarding UCC-3 forms at closing (0.2); emails from K. Dunckel and to S. Bell regarding proper legal description (0.3).
3022.106	06/15/2015	11	350.00	4.60	1,610.00	Review email and letter from S. Bell regarding Buyer's Title Objection Notice (0.6); emails from/to B. Fetherston regarding aircraft title report (0.3); emails to L. Brents regarding same, and regarding wiring instructions (0.3); multiple emails to/from K. Dunckel regarding coverage amounts, Buyer's Title Objection issues and title commitment (0.5); conference call with R. Collings and counsel regarding PSA and title issues (0.3); emails to/from K. Mannix and R. Collings regarding PSA issues (0.4); email from R. Collings regarding organization and EIN (0.2); review UCC-11 form for Debtor (0.2); emails to client regarding corporate existence and authority, reinstatement (0.3); meeting with client regarding same (0.2); email to K. Dunckel regarding signed order (0.2); email to J. Goffman and J. Frank regarding same (0.2); email to buyers regarding order and regarding escrow issues (0.2); telephone call with L. Brents regarding title report issues and changes to bill of sale form (0.3); emails from and to K. Dunckel regarding title commitment objections and response from underwriting (0.3); review UCC response from state (0.1).
3022.106	06/16/2015	11	350.00	7.60	2,660.00	Email from S. Bell regarding comments to PSA (0.2); revise PSA (0.5); email to purchasers and counsel regarding same (0.3); multiple emails to/from S. Bell regarding FAA Title research (0.8); continue review of real estate title documents (0.6); multiple telephone calls and emails to/from L. Brents regarding FAA research (1.2); telephone call from R. Collings regarding DeHavilland title questions (0.3); multiple emails from/to K. Mannix and C. Harrington regarding revised purchase and sale agreement (0.2); emails to/from S. Bell and R. Collings regarding same (0.2); emails to/from S. Bell regarding international registry research and recording (0.2); emails to/from R. Collings regarding same (0.2); email to L. Brents regarding same (0.2); emails from/to B. Free regarding real property title objections and title commitment exceptions (0.2); emails to L. Brents and K. Dunckel regarding signed PSA (0.2); emails from S. McKenzie regarding FAA title research documents (0.2); review documents regarding same (1.2); multiple emails to/from L. Anderson regarding revisions to PSA (0.3); meeting with L. Anderson regarding same (0.4); emails to/from L. Brents regarding changes to structure of escrow (0.2).
3022.106	06/17/2015	11	350.00	6.80	2,380.00	Multiple emails from/to L. Brents regarding escrow details, instructions, settlement statements and FAA forms (1.5); multiple emails to/from B. Free regarding UCC releases (0.5); multiple emails to/from S. Bell regarding same (0.4); email from B. Girardin regarding like-kind exchange documents (0.2); review same (0.2); emails to/from B. Free regarding closing details (0.2); telephone call from B. Free regarding same (0.3); telephone call to L. Brents regarding document details and closing statements (0.4); email from C. Harrington regarding closing documents (0.2); emails to/from L. Brents regarding proformas for three transactions, review same (0.6); emails to/from S. Bell regarding same (0.2); email to L. Brents regarding full settlement statements (0.3); telephone call from J. Perris regarding mediation and ongoing settlement discussions with World Fuel (0.2); telephone call from S. Bell regarding real property title issues (0.3); email to K. Dunckel regarding same (0.4); emails to/from S. Bell and K. Mannix regarding UCC releases (0.4); additional emails to/from L. Brents and S. Bell regarding funds and closing issues (0.5).
3022.106	06/18/2015	11	350.00	7.10	2,485.00	Multiple telephone calls to/from B. Free regarding changes to closing, and regarding lien releases (0.5); multiple telephone calls to/from S. Bell regarding changes to closing documents, and regarding deliverables (0.4); meeting with L. Anderson regarding documents and deliverables (1.1); multiple telephone calls to/from L. Brents regarding same, and regarding escrow requirements (0.7); draft addendum to Escrow Agreement (1.5); multiple emails to/from L. Brents, B. Free and S. Bell regarding same (1.0); emails to/from K. Dunckel

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	06/19/2015	11	350.00	5.50	1,925.00	<p>regarding real estate escrow issues (0.4); telephone call to K. Dunckel regarding same (0.3); telephone call to L. Anderson regarding same (0.2); email to C. Harrington regarding Museum concerns and documents (0.2); email to C. Harrington regarding Escrow Addendum (0.2); conference call with J. Goffman and A. Li regarding closing matters (0.6).</p> <p>Emails to/from K. Dunckel regarding property tax payoff issues (0.4); emails to/from S. Bell and K/ Dunckel regarding signed closing documents (0.4); review emails from K. Dunckel regarding revised legal description (0.3); email to S. Bell regarding same (0.2); emails form/to C. Harrington regarding Museum documents (0.2); telephone call from S. Bell regarding lien releases (0.2); emails to A. Li regarding Skadden lien release (0.2); emails from/to S. Bell regarding Skadden lien release (0.2); Email from L. Brents regarding changes to escrow agreement and addendum (0.2); emails from R. Collings and S. Bell regarding same (0.2); draft revised escrow addendum (0.4); email to C. Harrington and B. Free regarding same (0.2); email from A. Li regarding UCC3 (0.2); emails to S. Bell and B. Free regarding same (0.2); email from/to C. Harrington regarding execution of escrow addendum (0.2); email to L. Anderson regarding final escrow instructions (0.2); telephone call to L. Anderson regarding review of escrow instructions and proposed release of funds (0.4); telephone call to B. Free regarding UCC3 forms (0.2); telephone call from L. Brents regarding update on closing issues (0.3); conference call with K. Dunckel and L. Anderson regarding closing documents (0.4); emails from/to L. Brents regarding certified order (0.3).</p>
3022.106	06/22/2015	11	350.00	5.80	2,030.00	<p>Review multiple emails from L. Brents regarding potential FAA recording issues (0.4); telephone call to R. Collings regarding same (0.2); conference call with R. Collings and legal counsel regarding DeHavilland FAA recording issues (0.4); telephone call to B. Free regarding same, and regarding changes to escrow instructions (0.3); telephone call to L. Brents regarding recording issues and potential changes to escrow instructions (0.2); telephone call to K. Dunckel regarding same (0.2); telephone call to client regarding updates (0.2); emails to all parties regarding changes to transaction and changes to closing instructions at both escrow offices (0.3); email from B. Free regarding amendment to Dixie joint addendum to escrow agreement (0.2); revise amendment to joint addendum (0.3); email to client regarding same (0.2); emails from/to K. Dunckel regarding changes to settlement statement at Ticor (0.2); telephone call to client regarding changes to Ticor and Dixie documents (0.2); email to client regarding same (0.2); telephone call from S. Bell regarding changes to escrow and closing (0.3); multiple emails to/from K. Dunckel and S. Bell regarding approval of changes to Ticor escrow (0.3); multiple emails to/from L. Brents and R. Collings regarding changes to Fortress and Fighters transaction at Dixie (0.3); emails to/from all parties regarding approval of changes to joint addendum (0.3); telephone call from L. Brents regarding amended court order for FAA recording (0.2); emails to/from K. Dunckel and L. Brents regarding authorization to close (0.4); emails from escrow officers regarding funds released and documents recorded (0.2); file UCC-3 for Skadden Arps (0.1); emails to/from S. Bell regarding same (0.2).</p>
3022.106	06/24/2015	11	350.00	0.50	175.00	<p>Emails to/from L. Brents regarding form of order for FAA; revise form of order regarding same; email to L. Brents and R. Collings regarding revised order.</p>
3022.106	06/26/2015	11	350.00	1.20	420.00	<p>Email to/from R. Collings regarding order (0.2); emails to/from J. Goffman regarding settlement and cash figures (0.3); emails to/from A. Li regarding property transfer issues (0.3); emails to/from L. Anderson regarding same (0.2); telephone call to J. Leonard regarding plane title (0.2).</p>
3022.106	06/29/2015	11	350.00	1.20	420.00	<p>Emails from A. Li and J. Goffman regarding title report for land (0.2); telephone call from J. Frank regarding same (0.3); telephone call from J. Sakay regarding potential settlement with World Fuel (0.2); email to K. Dunckel regarding title report (0.1); telephone call to R. Collings regarding status of clarifying order (0.2); telephone call to K. Dunckel regarding title report (0.1); email to A. Li regarding same (0.1).</p>
3022.106	07/01/2015	11	350.00	0.70	245.00	<p>Emails to/from L. Brents regarding plane title and escrow matters (0.3); telephone call to L. Brents regarding same (0.2); emails from/to J. Frank regarding land and lien issues (0.2).</p>
3022.106	07/03/2015	11	350.00	0.50	175.00	<p>Multiple emails to J. Frank regarding mediation and accounting issues; telephone call to J. Frank regarding same.</p>
3022.106	07/06/2015	11	350.00	2.10	735.00	<p>Emails to R. Collings regarding clarifying order for DeHavilland sale (0.2); draft motion for clarifying order (0.4); review file and prepare settlement analysis for J. Frank (1.5).</p>
3022.106	07/07/2015	11	350.00	0.50	175.00	<p>Telephone call to R. Collings regarding revised order and DeHavilland closing; email to R. Collings regarding same.</p>
3022.106	07/13/2015	11	350.00	0.80	280.00	<p>Conference call with Skadden counsel regarding settlement agreement revision.</p>
3022.106	07/15/2015	11	350.00	0.50	175.00	<p>Conference call with R. Collings and K. Griffin regarding FAA issues and form of order for Dehavilland.</p>
3022.106	07/16/2015	11	350.00	0.20	70.00	<p>Email to L. Brents regarding closing transaction and FAA order issue.</p>
3022.106	07/23/2015	11	350.00	0.40	140.00	<p>Review and revise motion for supplemental order; emails to T. Sexton and C. Sturgeon regarding next steps.</p>

		<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.106 Evergreen Vintage Aircraft, Inc.								
	3022.106		07/29/2015	11	350.00	1.30	455.00	Telephone call from J. Laurick regarding form of order and lien release (0.2); email to L. Brents regarding lien discharge (0.2); attend hearing on Supplemental Order for DeHavilland (0.3); email from L. Brents regarding lien discharge (0.2); email to J. Laurick regarding same (0.2); telephone call to J. Leonard regarding settlement details and Ch 7 trustee (0.2).
	3022.106		08/03/2015	11	350.00	1.00	350.00	Review closing statements and prepare updated holdback calculation for settlement discussions (0.4); email to J. Frank regarding same (0.2); email to J. Sakay regarding same (0.2); email to J. Laurick regarding attorney fees (0.2).
	3022.106		08/05/2015	11	350.00	0.40	140.00	Email from L. Brents regarding funds for Dehavilland; review revised fund release form; email to L. Anderson for review and signature.
	3022.106		08/06/2015	11	350.00	0.40	140.00	Emails to/from L. Anderson regarding revised Seller's Settlement Statement for DeHavilland; email to L. Brents regarding same.
	3022.106		08/11/2015	11	350.00	0.60	210.00	Telephone call to L. Brents regarding finalizing documents regarding DeHavilland (0.2); multiple emails from L. Brents regarding same (0.2); multiple emails to/from R. Collings regarding same (0.2).
	3022.106		08/19/2015	11	350.00	1.20	420.00	Telephone call to L. Anderson regarding property conveyance (0.2); email to K. Dunckel regarding same (0.2); telephone call to K. Dunckel regarding correct legal description (0.2); email from K. Dunckel regarding further title research (0.2); email to L. Anderson regarding same (0.2); telephone call from L. Brents regarding revised long form bill of sale for DeHavilland DHM1 (0.2).
	3022.106		08/20/2015	11	350.00	0.40	140.00	Prepare revised long form bill of sale for DeHavilland; email to L. Anderson regarding same.
	3022.106		09/16/2015	11	350.00	0.20	70.00	Telephone call to J. Skinner regarding IMAX claim; email to J. Goffman and J. Frank regarding update and strategy; email to J. Sakay regarding same.
Total for Client ID 3022.106				Billable		165.60	57,960.00	Evergreen Vintage Aircraft, Inc. 361, 362, 363, 364, 365

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.107 Evergreen Vintage Aircraft, Inc.						
3022.107	04/10/2015	11	350.00	0.50	175.00	Telephone call from J. Sakay regarding Motion to Extend Exclusivity Period; revise Motion to Extend.
3022.107	11/13/2015	11	350.00	3.10	1,085.00	Multiple telephone calls to/from J. Laurick and G Sweitzer regarding settlement, plan and disclosure statement (0.6); emails from G. Sweitzer regarding same (0.2); email from J. Perris regarding same (0.2); telephone call to J. Perris regarding same (0.2); telephone call from J. Leonard regarding update (0.2); revise Plan and Disclosure Statement (1.5); email to creditors and parties in interest regarding proposed plan and disclosure statement (0.2).
3022.107	11/16/2015	11	350.00	0.20	70.00	Email to L. Anderson regarding questions about plan and disclosure statement.
3022.107	11/20/2015	11	350.00	2.40	840.00	Revise form of judgement (0.3); email to J. Laurick regarding same (0.3); telephone call from E. Lansverk regarding plan and settlement (0.3); telephone call from B. Sandler regarding same (0.3); telephone call to V. Popperl regarding plan and disclosure statement (0.2); revise Plan and Disclosure Statement (1.0).
3022.107	11/25/2015	11	350.00	2.40	840.00	Review comments from UST and parties in interest (0.4); email from B. Sandler regarding plan and disclosure statement (0.1); revise plan and disclosure statement (1.5); email to V. Popperl regarding same (0.2); email to B. Sandler regarding same (0.2).
3022.107	11/28/2015	11	350.00	0.50	175.00	Review email from L. Anderson regarding monthly statement; review settlement statements from transactions; email to L. Anderson regarding updated figures for monthly report.
3022.107	11/30/2015	11	350.00	0.50	175.00	Review fax from R.E.Porter regarding IRS comments to disclosure statement; telephone call to R.E.Porter regarding same; email to R.E.Porter regarding same; email to B. Sandler regarding revised plan and disclosure statement; email to J.Sakay and E. Lansverk regarding same; email to J. Laurick and G. Sweitzer regarding same.
Total for Client ID 3022.107			Billable	9.60	3,360.00	Evergreen Vintage Aircraft, Inc. Plan and Disclosure Statement

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.108 Evergreen Vintage Aircraft, Inc.						
3022.108	04/10/2015	11	350.00	0.20	70.00	Review claim of Evergreen Helicopters; email to J. Goffman and A. Li regarding same.
3022.108	08/31/2015	11	350.00	0.80	280.00	Review email from J. Leonard regarding substantial contribution claim (0.2); draft email in response (0.2); telephone call to T. Pearson regarding Miller Nash claim (0.2); telephone call to Egan Gardens regarding claim (0.2).
3022.108	09/01/2015	11	350.00	0.20	70.00	Email to J. Leonard regarding museum claim.
3022.108	09/08/2015	11	350.00	0.50	175.00	Email from J. Perris regarding mediation efforts; telephone call to J. Skinner at IMAX regarding offer; email to J. Perris regarding same; emails from/to J. Goffman regarding same.
Total for Client ID 3022.108			Billable	1.70	595.00	Evergreen Vintage Aircraft, Inc. Claims

Client ID	Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
3022.109 Evergreen Vintage Aircraft, Inc.							
	3022.109	01/05/2015	11	350.00	1.80	630.00	Review statutes and case law regarding perfection of security interest in aircraft (1.4); email to A. Li and J. Goffman regarding same (0.4).
	3022.109	01/06/2015	11	350.00	0.60	210.00	Continue research on lien avoidance and perfection of interest in aircraft; begin drafting complaint regarding same.
	3022.109	02/07/2015	11	350.00	1.60	560.00	Continue review of case law regarding avoidance actions on Umpqua and World Fuel liens (0.8); continue review of loan documents regarding same (0.8).
	3022.109	02/18/2015	11	350.00	0.50	175.00	Prepare outline for avoidance complaint; telephone call to J. Goffman regarding affiliate discussions with Umpqua Bank.
	3022.109	02/21/2015	11	350.00	2.80	980.00	Draft lien avoidance complaint.
	3022.109	03/22/2015	11	350.00	3.20	1,120.00	Review declarations and loan documents for Umpqua Bank (1.1); research case law regarding fraudulent transfers and affiliate guaranties (1.5); review and revise fraudulent transfer complaints (0.6).
	3022.109	03/26/2015	11	350.00	1.00	350.00	Review materials from World Fuel state case (0.5); continue revision of fraudulent transfer complaint (0.5).
	3022.109	04/11/2015	11	350.00	1.80	630.00	Review materials from Yamhill County Circuit Court lawsuit with World Fuel (0.8); revise complaint (1.0).
	3022.109	05/19/2015	11	350.00	1.00	350.00	Finalize complaint and exhibits.
	3022.109	06/24/2015	11	350.00	1.00	350.00	Review answer filed by World Fuel Services (0.4); draft outline for written discovery requests (0.6).
	3022.109	07/07/2015	11	350.00	1.10	385.00	Multiple emails to/from J. Frank regarding mediation communication to J. Perris (0.2); emails to/from A. Li and J. Markley regarding same (0.3); telephone call from J. Markley regarding same (0.2); attend pretrial conference for adversary proceeding (0.4).
	3022.109	07/08/2015	11	350.00	1.60	560.00	Multiple lengthy emails from J. Markley regarding status of settlement negotiations (0.3); draft lengthy email to J. Markley regarding same, and regarding lien analysis (0.4); attend conference call with J. Markley regarding same (0.5); draft lengthy analysis email to J. Frank and J. Goffman (0.4).
	3022.109	07/31/2015	11	350.00	0.50	175.00	Email from J. Laurick regarding attorney fees incurred and settlement discussions; email from J. Frank regarding continued settlement discussions; prepare proceeds waterfall for use in negotiations.
	3022.109	08/07/2015	11	350.00	0.70	245.00	Telephone call from J. Leonard regarding settlement and update (0.2); telephone call to J. Frank regarding settlement update (0.2); review comments to World Fuel settlement term sheet (0.3).
	3022.109	08/19/2015	11	350.00	0.50	175.00	Multiple emails to/from L. Anderson and J. Frank regarding mediation, settlement discussions and deed in lieu to Umpqua Bank.
	3022.109	08/21/2015	11	350.00	0.50	175.00	Telephone call from J. Laurick regarding settlement discussions and issues; email to J. Frank regarding same; draft motion to extend trial deadlines.
	3022.109	08/24/2015	11	350.00	2.20	770.00	Email from J. Frank regarding draft settlement agreement (0.2); review and revise draft settlement agreement (0.4); email to J. Frank regarding same (0.2); telephone call from J. Frank regarding same (0.2); revise motion and order regarding trial deadlines (0.3); email to J. Laurick regarding same (0.2); finalize discovery requests (0.5); email to J. Laurick regarding same (0.2).
	3022.109	08/25/2015	11	350.00	1.80	630.00	Telephone call from J. Leonard regarding update, settlement discussions and status (0.5); telephone call to L. Anderson regarding same (0.2); telephone call from G. Sweitzer regarding same (0.3); revise settlement waterfall calculation and email to G. Sweitzer (0.2); telephone call to G. Sweitzer regarding US Trustee fees and updated settlement calculation (0.2); telephone call to J. Leonard regarding discussion with umpqua and settlement strategy (0.4).
	3022.109	09/01/2015	11	350.00	0.40	140.00	Draft lengthy email to J. Frank regarding status of negotiations with unsecured creditors and strategy.
	3022.109	09/02/2015	11	350.00	1.60	560.00	Telephone call to G. Sweitzer regarding settlement discussion and update (0.3); telephone call to J. Leonard regarding potential "substantial contribution" claim from EASM (0.3); telephone call from J. Sakay regarding settlement negotiations (0.3); draft email Email to L. Anderson regarding documents needed for discovery and trial (0.3); multiple emails from/to L. Anderson regarding update and settlement discusions (0.2); email to L. Anderson regarding IMAX claim (0.2).
	3022.109	09/03/2015	11	350.00	1.30	455.00	Email to J. Frank regarding discussions with EASM and World Fuel (0.4); updated calculations for settlement discussions (0.3); telephone call to L. Anderson regarding trial issues, negotiation update, and regarding IMAX claim (0.2); telephone call from J. Frank regarding settlement discussions (0.2); telephone call from J. Sakay regarding update on EASM (0.2).
	3022.109	09/09/2015	11	350.00	0.50	175.00	Telephone call from J. Perris regarding negotiations and ideas for settlement.
	3022.109	09/10/2015	11	350.00	0.50	175.00	Emails from/to J. Goffman regarding update; emails from/to J. Perris regarding calculations for settlement.
	3022.109	09/15/2015	11	350.00	0.40	140.00	Telephone call from L. Brents regarding long form bill of sale; email to L. Anderson regarding same; email from G. Sweitzer regarding update; email to G. Sweitzer regarding same.
	3022.109	09/21/2015	11	350.00	0.40	140.00	Telephone call to G. Sweitzer regarding settlement and update; telephone call to J. Skinner regarding IMAX claim settlement.
	3022.109	09/23/2015	11	350.00	0.20	70.00	Telephone call to G. Sweitzer regarding settlement.
	3022.109	09/25/2015	11	350.00	0.20	70.00	Email to G. Sweitzer regarding settlement.
	3022.109	10/22/2015	11	350.00	0.50	175.00	Email to J. Frank regarding settlement agreement; email to G. Sweitzer regarding same; prepare 9019 motion and order regarding adversary

	<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.109 Evergreen Vintage Aircraft, Inc.							
	3022.109	10/28/2015	11	350.00	0.80	280.00	proceeding. Telephone call from J. Sakay regarding update (0.2); telephone call to G. Sweitzer regarding same (0.2); draft 9019 motion (0.3); email to G. Sweitzer regarding same (0.1).
	3022.109	10/31/2015	11	350.00	0.20	70.00	Email to J.Perris regarding update; email to D. Bledsoe regarding same.
	3022.109	11/06/2015	11	350.00	0.20	70.00	Telephone call to G. Sweitzer regarding settlement.
	3022.109	11/08/2015	11	350.00	0.20	70.00	Email from J. Perris regarding settlement issues; email to J. Frank regarding same.
	3022.109	11/10/2015	11	350.00	0.50	175.00	Emails to/from J. Frank and D. Bledsoe regarding settlement (0.3); emails to J. Laurick and G. Sweitzer regarding same (0.2).
	3022.109	11/10/2015	11	350.00	0.40	140.00	Revise motion and notice of settlement; email to J. Laurick and G. Sweitzer regarding same.
	3022.109	11/11/2015	11	350.00	0.20	70.00	Email to J. Laurick and G. Sweitzer regarding Notice of Settlement for Adversary.
	3022.109	11/18/2015	11	350.00	2.80	980.00	Email from J. Markley regarding settlement (0.2); emails to/from J. Laurick regarding same (0.2); revise form of Notice/Motion to Settle (0.3); email to J. Laurick regarding same (0.2); email to L. Anderson and J. Goffman regarding same (0.2); multiple telephone calls to and from J. Laurick regarding form of Motion/Notice to approve settlement, and regarding proposed judgment to resolve adversary proceeding (0.6); additional revisions to Notice/Motion (0.4); telephone call to J. Sakay regarding Umpqua Bank input on Notice/Motion (0.2)I draft form of judgment (0.5).
	3022.109	11/19/2015	11	350.00	0.40	140.00	Revise Notice/Motion to Settle; draft email to J. Laurick regarding mechanics of settlement and plan.
Total for Client ID 3022.109				Billable	<u>35.90</u>	<u>12,565.00</u>	Evergreen Vintage Aircraft, Inc. Avoidance
GRAND TOTALS							
				Billable	<u>311.40</u>	<u>108,990.00</u>	

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.						
3022.102	03/04/2015	12	250.00	0.30	75.00	Conference with N. Henderson regarding mediation plan.
3022.102	03/19/2015	12	250.00	1.40	350.00	Analyze mediation statement and settlement posture (1.1); conference with N. Henderson regarding same (0.3).
3022.102	03/24/2015	12	250.00	0.40	100.00	Conference with N. Henderson regarding mediation plan; map out claims and possible resolutions; review changes to mediation documents.
3022.102	03/25/2015	12	250.00	0.50	125.00	Conference with N. Henderson regarding mediation plan.
3022.102	03/26/2015	12	250.00	0.50	125.00	Emails with A. Le regarding telephonic appearance for J. Goffman at mediation; conference with N. Henderson regarding same.
3022.102	03/27/2015	12	250.00	11.50	2,875.00	Pre-mediation meeting with clients and J. Goffman regarding mediation and mediation plan (1.0); attend mediation (10.5).
3022.102	04/03/2015	12	250.00	2.90	725.00	Analyze exclusivity extension issues and case law (1.8); prepare motion to extend exclusivity period (1.1).
3022.102	04/22/2015	12	250.00	1.30	325.00	Review latest draft of term sheet (0.5); multiple emails with group regarding sign-off and final wording (0.8).
3022.102	04/23/2015	12	250.00	6.00	1,500.00	Dozens of emails and telephone conferences with group regarding final form of settlement agreement, 9019 motion and notice of intent to sell fee and clear (2.4); extensive edits to 9019 motion and Notice of intent (3.6).
3022.102	04/24/2015	12	250.00	0.20	50.00	Emails with J. Sakay regarding corrected Notice of Intent.
3022.102	04/24/2015	12	250.00	0.30	75.00	Review email from UST regarding sale motion; review 363 guidelines.
3022.102	04/28/2015	12	250.00	0.50	125.00	File sale motion exhibit under seal.
3022.102	04/29/2015	12	250.00	0.30	75.00	Emails with J. Leonard regarding UST objections and issues with sale motion and World Fuel.
3022.102	05/12/2015	12	250.00	1.50	375.00	Conference with N. Henderson regarding modifying seal order (0.3); prepare Motion and Order modifying sealing order (1.2).
3022.102	05/19/2015	12	250.00	2.30	575.00	Attend hearing on motion to approve settlement.
3022.102	05/27/2015	12	250.00	3.10	775.00	Conference with N. Henderson regarding response to motion to postpone (.3); analyze case law regarding postponement and valuation issues (2.1); telephone conference with B. Free regarding appraisal and hearing issues (.3); analyze proposed response (.4).
3022.102	05/29/2015	12	250.00	2.50	625.00	Work on motion to exclude appraisal for valuation hearing.
3022.102	06/29/2015	12	250.00	3.60	900.00	Begin preparing fee application.
3022.102	07/13/2015	12	250.00	0.70	175.00	Conference with N. Henderson regarding transfer of Beech (0.2); analyze registration documents to determine cause of mis-titling (0.5).
3022.102	07/14/2015	12	250.00	1.80	450.00	Prepare and edit notice of intent regarding Beech (1.4); analyze FAA records regarding same (0.4).
3022.102	07/15/2015	12	250.00	2.70	675.00	Telephone conference with A. Li regarding Lot 3 title issues (0.3); telephone conference with L. anderson regarding same (0.3); analyze deeds and property line adjustments to determine current status of Lot 3 real property (2.1).
3022.102	07/16/2015	12	250.00	3.70	925.00	Continue property transaction analysis regarding lot 3 and ownership issues (3.4); telephone conference with N. Henderson regarding same (0.3).
3022.102	07/17/2015	12	250.00	3.20	800.00	Telephone conference and multiple emails with Tigor title regarding deeds on Lot 3 (0.4); continue analysis regarding lot line adjustment and motion to transfer debtor's interest in same (2.8).
3022.102	08/17/2015	12	250.00	0.40	100.00	Conference with N. Henderson regarding real estate transfer notice.
3022.102	09/08/2015	12	250.00	0.50	125.00	Edit fee application.
Total for Client ID 3022.102			Billable	52.10	13,025.00	Evergreen Vintage Aircraft, Inc. Bankruptcy Main File

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.104 Evergreen Vintage Aircraft, Inc.						
3022.104	07/15/2015	12	250.00	0.30	75.00	Obtain and forward 363 closing documents to L. Anderson for monthly report submission.
3022.104	07/21/2015	12	250.00	0.40	100.00	Emails with V. Popperl regarding monthly report extension; prepare and file same.
3022.104	10/21/2015	12	250.00	0.30	75.00	Emails with UST regarding outstanding UST fees; conference with N. Henderson regarding same.
Total for Client ID 3022.104			Billable	1.00	250.00	Evergreen Vintage Aircraft, Inc. Reporting

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.105 Evergreen Vintage Aircraft, Inc.						
3022.105	12/11/2014	12	250.00	3.10	775.00	Multiple emails with N. Henderson regarding 2014 statement (0.4); analyze client documents for affiliate information (0.8); analyze case law regarding affiliate definitions (0.8); prepare 2014 attachments detailing affiliate and potential affiliate relationships (1.1).
3022.105	12/12/2014	12	250.00	1.00	250.00	Telephone conference with N. Henderson regarding 2014 statement and affiliate issues (0.3); amend same (0.5); emails with same regarding employment application (0.2).
3022.105	01/05/2015	12	250.00	0.60	150.00	Attend status conference regarding employment and other first day motions. (No Charge).
3022.105	06/29/2015	12	250.00	1.20	300.00	Work on motion to employ appraiser (0.5); analyze nunc pro tunc standards in the ninth circuit (0.7).
Total for Client ID 3022.105			Billable	5.30	1,325.00	Evergreen Vintage Aircraft, Inc.
			Non-billable	0.60	150.00	Employment
			Total	5.90	1,475.00	

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	04/27/2015	12	250.00	0.30	75.00	Emails with Yamhill County attorney regarding sale procedures and tax claim after property sale.
3022.106	05/28/2015	12	250.00	2.80	700.00	Preparation for and attendance at hearing to approve settlement (2.5); conference with N. Henderson regarding form of order (0.3).
3022.106	05/29/2015	12	250.00	0.30	75.00	Conference with N. Henderson regarding form of sale order and next steps.
3022.106	06/03/2015	12	250.00	1.10	275.00	Start work on aircraft bill of sale (0.6); prepare aircraft detail spreadsheet (0.5).
3022.106	06/04/2015	12	250.00	4.30	1,075.00	Telephone conference with N. Henderson regarding bills of sale form (0.2); prepare and proof same for all aircraft (4.1).
3022.106	06/05/2015	12	250.00	2.50	625.00	Finalize bills of sale for aircraft.
3022.106	06/16/2015	12	250.00	1.10	275.00	Analyze PSA redline changes (0.4); edit bills of sale (0.7).
3022.106	06/18/2015	12	250.00	0.30	75.00	Conference with N. Henderson regarding new closing issues.
3022.106	07/02/2015	12	250.00	1.80	450.00	Work on notice of intent to transfer Beechcraft and real property.
3022.106	07/20/2015	12	250.00	2.70	675.00	Work on motion for supplemental order regarding DeHavilland.
3022.106	07/21/2015	12	250.00	0.40	100.00	Additional work on supplemental order motion.
3022.106	07/23/2015	12	250.00	2.30	575.00	Prepare notice of intent regarding real property (1.1); prepare L. Anderson declaration and exhibits (0.8); telephone conference with and emails with same regarding declaration (0.4).
3022.106	07/24/2015	12	250.00	3.50	875.00	Finalize notice of intent, declaration and exhibits regarding real estate (1.8); supervise service of same (.7); finalize and file motion for supplemental order regarding DeHavilland (1.0).
3022.106	07/28/2015	12	250.00	0.70	175.00	Telephone conference with court clerk regarding hearing on supplemental order (.2); prepare and file notice of hearing regarding same (.3); telephone conference with J. Laurick regarding same (.2).
3022.106	07/29/2015	12	250.00	0.40	100.00	Telephone conference with J. Laurick regarding form of order; conference with N. Henderson regarding same.
Total for Client ID 3022.106			Billable	24.50	6,125.00	Evergreen Vintage Aircraft, Inc. 361, 362, 363, 364, 365

Client ID	Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
3022.109	Evergreen Vintage Aircraft, Inc.						
	3022.109	01/09/2015	12	250.00	0.50	125.00	Review schedules for collateral and liens involved in possible avoidance action.
	3022.109	01/12/2015	12	250.00	3.10	775.00	Analyze case law and statutes regarding aircraft lien registration and federal law priority over state law registration issues.
	3022.109	01/14/2015	12	250.00	2.30	575.00	Additional case law and statutory analysis regarding perfection of aircraft liens (1.8); analyze FAA regulations (0.5).
	3022.109	01/15/2015	12	250.00	3.50	875.00	Draft memo regarding avoiding World Fuel judgment lien (2.8); start work on lien avoidance motion (0.7).
	3022.109	01/26/2015	12	250.00	0.80	200.00	Conference with N. Henderson and J. Goffman regarding avoidance arguments regarding relief from stay motion (0.3); work on global asset lien analysis for avoidance and preference options (0.5).
	3022.109	01/26/2015	12	250.00	1.10	275.00	Analyze Umpqua Financing Documents for consideration issues.
	3022.109	01/27/2015	12	250.00	3.20	800.00	FAA registration analysis and chart FAA, UCC and judgment lien claims (2.5); conference with N. Henderson regarding same (0.3); multiple emails regarding additional collateral and Beech 35 issue (0.4).
	3022.109	01/28/2015	12	250.00	5.10	1,275.00	Continue lien and avoidance analysis (3.6); continue review of Umpqua loan documents for consideration issues (1.5).
	3022.109	01/29/2015	12	250.00	7.20	1,800.00	Analyze new appraisals (0.5); conference with N. Henderson regarding same (0.3); review relief from stay motion for response options (0.6); continue extensive lien analysis and Umpqua Bank loan history (4.1); analyze Beech 35 ownership issues and consequences for all parties (1.6).
	3022.109	01/30/2015	12	250.00	2.90	725.00	Work on Umpqua consideration issues.
	3022.109	01/31/2015	12	250.00	2.10	525.00	Analyze 548/544 issues in Umpqua transactions.
	3022.109	02/04/2015	12	250.00	5.10	1,275.00	Map out consideration and preference issues in Umpqua financing transactions (1.9); analyze client involvement in each of 6 separate transactions (3.2).
	3022.109	02/06/2015	12	250.00	4.10	1,025.00	Continue analysis of Umpqua transactions and fraudulent transfers (3.1); analyze relevant fraudulent transfer case law (1.0).
	3022.109	02/08/2015	12	250.00	1.80	450.00	Continue mapping out Umpqua loan amendments' impact on EVA collateral and rights for 548 avoidance action.
	3022.109	02/09/2015	12	250.00	5.70	1,425.00	Conference with N. Henderson regarding RFS discovery issues (0.4); conference call with J. Sakay regarding RFS motion, discovery issues and possible settlement terms (0.5); telephone conference with B. Free regarding specific documents to produce and other RFS discovery issues (0.6); review client documents for privilege and confidential information and produce same to opposing counsel (3.2); analyze Umpqua position regarding perfection and collateral subject to avoidance (1.0).
	3022.109	02/10/2015	12	250.00	5.90	1,475.00	Analyze, prepare and produce additional client documents in discovery (4.9); emails with N. Henderson regarding additional necessary documents (0.3); multiple emails with B. Free regarding discovery issues and additional documents for 2011 agreement if any (0.7).
	3022.109	02/11/2015	12	250.00	2.50	625.00	Emails with B. Free regarding meeting before hearing (0.3); conference with B. Free, J. Sakay and N. Henderson regarding stipulated resolution to RFS motion (0.4); attend status conference hearing (0.5); conference with N. Henderson regarding stipulation issues (0.3); analyze appraisals for value issues in response to RFS motion (1.0).
	3022.109	02/12/2015	12	250.00	0.90	225.00	Analyze 2014 appraisal sent from Umpqua (0.6); draft memo to N. Henderson regarding same (0.3).
	3022.109	02/23/2015	12	250.00	0.50	125.00	Conference with N. Henderson regarding motion response; conference call with N. Henderson regarding reply date reset and mediation.
	3022.109	02/25/2015	12	250.00	0.30	75.00	Review stipulation regarding deadline to respond to lien avoidance motion.
	3022.109	03/06/2015	12	250.00	0.50	125.00	Conference with N. Henderson regarding avoidance cases and complaints.
	3022.109	03/07/2015	12	250.00	4.10	1,025.00	Map out avoidance claims against MKS, Umpqua and World Fuel (1.5); analyze case law regarding same (2.6).
	3022.109	03/09/2015	12	250.00	0.30	75.00	Emails with B. Free regarding new loan documents; brief review of same.
	3022.109	03/10/2015	12	250.00	0.70	175.00	Emails with B. Free regarding MKS Foundation transfers (0.3); review donation appraisals for same (0.4).
	3022.109	03/14/2015	12	250.00	3.80	950.00	Continue avoidance case and statutory analysis.
	3022.109	03/16/2015	12	250.00	3.60	900.00	Continue work on avoidance claims and reasonable value analysis.
	3022.109	03/21/2015	12	250.00	3.50	875.00	Start work on avoidance complaints (1.3); analyze reasonable value for litigation forbearance issues (2.2).
	3022.109	04/07/2015	12	250.00	1.20	300.00	Conference with N. Henderson regarding World Fuel avoidance claims (0.2); analyze same (1.0).
	3022.109	04/10/2015	12	250.00	0.80	200.00	Research aircraft appraisers for avoidance action.
	3022.109	05/19/2015	12	250.00	1.80	450.00	Analyze and edit World Fuel Complaint.
	3022.109	05/20/2015	12	250.00	2.80	700.00	Conference with N. Henderson regarding relief from stay defenses and avoidance action (0.3); analyze related case law (2.5).
	3022.109	05/21/2015	12	250.00	3.10	775.00	Continue relief from stay defenses of lien invalidity and concurrent lien avoidance action.
	3022.109	06/01/2015	12	250.00	7.70	1,925.00	Analyze, research and draft memo regarding excluding appraisal report.
	3022.109	06/09/2015	12	250.00	2.60	650.00	Analyze further issues regarding admissibility of World Fuel appraisal without testimony of expert (2.2); conference with N. Henderson regarding same (0.4).
	3022.109	06/10/2015	12	250.00	2.80	700.00	Conference with N. Henderson regarding motion to postpone (0.3); review motion and draft response (2.5).
	3022.109	06/10/2015	12	250.00	6.90	1,725.00	Extensive analysis of updated appraisal (2.5); conference with N. Henderson

Client	Trans Date	Tmkr	Rate	Hours to Bill	Amount	
Client ID 3022.109 Evergreen Vintage Aircraft, Inc.						
						regarding same (0.3); update memo regarding exclusion of World Fuel appraisal in light up updated information (3.2); analyze G. Page appraisal for cross examination issues (0.9).
3022.109	06/11/2015	12	250.00	4.10	1,025.00	Prepare for and attend hearing regarding DeHavilland value (2.1); analyze draft orders regarding same and sale of real property (1.4); analyze property description issue in closing documents (0.6).
3022.109	06/19/2015	12	250.00	0.50	125.00	Analyze World Fuel answer and affirmative defenses.
3022.109	07/21/2015	12	250.00	0.80	200.00	Prepare for and attendance at pretrial conference.
3022.109	08/26/2015	12	250.00	0.80	200.00	Telephone conference with court regarding hearing on motion to reset trial dates (0.2); telephone conference with J. Laurick regarding same (0.2); prepare hearing notice (0.4).
3022.109	08/27/2015	12	250.00	0.80	200.00	Prepare for and attendance at hearing on motion to reset trial date.
Total for Client ID 3022.109			Billable	111.80	27,950.00	Evergreen Vintage Aircraft, Inc. Avoidance
GRAND TOTALS						
			Billable	194.70	48,675.00	
			Non-billable	0.60	150.00	
			Total	195.30	48,825.00	

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.						
3022.102	12/11/2014	15	150.00	0.40	60.00	Prepare and deliver labels for US Trustee; telephone conference with same.
3022.102	04/20/2015	15	150.00	1.20	180.00	Telephone conference with court regarding procedure for filing document under seal (0.2); draft Motion and proposed Order to File Under Seal (0.6); redact, finalize and file monthly financial report (0.3); emails with N. Henderson (x3) (0.1).
3022.102	04/21/2015	15	150.00	1.90	285.00	Emails with N. Henderson x5 (0.4); draft and circulate Notice and Motion to Approve Settlement and Compromise (1.5).
3022.102	04/22/2015	15	150.00	1.70	255.00	Revise Motion to Approve Settlement (0.4); telephone conference with Judge's clerk x3 (0.3); telephone conference with J. Leonard regarding Motion to File Under Seal and Motion to Sell Real Estate (0.2); email documents to J. Leonard for his review (0.2); conference with T. Sexton regarding same (0.2); attention to file (0.4).
3022.102	04/23/2015	15	150.00	5.00	750.00	Multiple revisions to documents (0.6); emails and telephone conferences with N. Henderson, J. Leonard, A. Li, and court (0.6); finalize and serve three (3) notices on all applicable parties (3.8).
3022.102	05/08/2015	15	150.00	0.60	90.00	File Supplemental Disclosures (0.1); serve same on all parties (0.5).
Total for Client ID 3022.102			Billable	10.80	1,620.00	Evergreen Vintage Aircraft, Inc. Bankruptcy Main File

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.104 Evergreen Vintage Aircraft, Inc.						
3022.104	08/06/2015	15	150.00	0.80	120.00	Review and file operating report for June 2015 (0.4); review, redact and send bank statements to U.S. Trustee via email (0.4).
3022.104	10/21/2015	15	150.00	0.50	75.00	Review and redact monthly report; file and serve same.
Total for Client ID 3022.104			Billable	1.30	195.00	Evergreen Vintage Aircraft, Inc. Reporting

<u>Client</u>	<u>Trans Date</u>	<u>Tmkr</u>	<u>Rate</u>	<u>Hours to Bill</u>	<u>Amount</u>	
Client ID 3022.106 Evergreen Vintage Aircraft, Inc.						
3022.106	08/04/2015	15	150.00	0.30	45.00	Obtain certified copy of order regarding DeHavilland sale from court; scan and email same to N. Henderson.
Total for Client ID 3022.106			Billable	0.30	45.00	Evergreen Vintage Aircraft, Inc. 361, 362, 363, 364, 365
GRAND TOTALS						
			Billable	12.40	1,860.00	

	<u>Trans Date</u>	<u>Amount</u>	
Client ID 3022.102 Evergreen Vintage Aircraft, Inc.			
	11/30/2014	5.70	Photocopies
	12/11/2014	1,717.00	United States Bankruptcy Court; filing fee
	12/31/2014	15.02	Westlaw; legal research
	01/07/2015	32.59	Telephone conferencing
	01/13/2015	160.00	FAA Records
	01/21/2015	30.00	United States Bankruptcy Court; filing fee
	01/26/2015	17.03	Unlimited Conferencing; telephone conference
	01/31/2015	15.60	Photocopies
	01/31/2015	149.61	Westlaw; legal research
	01/31/2015	18.40	PACER; court access
	02/28/2015	17.25	Photocopies
	02/28/2015	19.14	Westlaw; legal research
	02/28/2015	4.70	PACER; court access
	03/31/2015	99.54	Westlaw; legal research
	03/31/2015	16.05	Photocopies
	04/23/2015	176.00	United States Bankruptcy Court; filing fee
	04/30/2015	8.65	Westlaw; legal research
	04/30/2015	64.50	Photocopies
	04/30/2015	0.70	PACER; court access
	04/30/2015	104.56	Postage
	05/31/2015	36.60	Photocopies
	05/31/2015	40.00	Postage
	05/31/2015	293.27	Westlaw; legal research
	05/31/2015	4.30	Pacer
	05/31/2015	4.70	Pacer
	06/17/2015	200.00	Oregon Corporation Division; Annual Report renewal - advanced filing fee
	06/17/2015	10.00	Oregon Corporation Division; UCC search
	06/19/2015	19.00	United States Bankruptcy Court; certified copy fee
	06/22/2015	15.00	Oregon Corporation Division; UCC filing fee
	06/30/2015	103.20	FedEx
	06/30/2015	26.45	Westlaw; legal research
	06/30/2015	163.01	Westlaw; legal research
	06/30/2015	2.84	Postage
	06/30/2015	40.05	Photocopies
	07/13/2015	17.05	Unlimited Conferencing; conference call
	07/15/2015	6.48	Unlimited Conferencing; conference call
	07/31/2015	7.35	Photocopies
	07/31/2015	50.40	Postage
	07/31/2015	2.50	Pacer; court access
	07/31/2015	34.10	Pacer; court access
	07/31/2015	4.89	Westlaw; legal research
	08/03/2015	13.00	United States Bankruptcy Court; certified copy fee
	08/31/2015	2.79	Postage
	08/31/2015	0.30	Pacer; court access
	09/30/2015	2.30	Postage
Total for Client ID 3022.102	Billable	3,771.62	Evergreen Vintage Aircraft, Inc. Bankruptcy Main File
Client ID 3022.106 Evergreen Vintage Aircraft, Inc.			
	06/11/2015	1,765.00	Air Assets International; expert witness fee
Total for Client ID 3022.106	Billable	1,765.00	Evergreen Vintage Aircraft, Inc. 361, 362, 363, 364, 365
GRAND TOTALS			
	Billable	5,536.62	

Schedule B
(Narrative of Prepetition Case Related Fees)

In re: Evergreen Vintage Aircraft, Inc.; USBC Case No. 14-36770-rld11

Debtor engaged applicant to provide advice and counsel regarding reorganization options, including whether a Chapter 11 case was warranted under the particular facts and circumstances, and to file such a case if appropriate. Applicant gathered financial data and discussed Debtor's business affairs with its principals. Applicant met with Debtor's principals to provide counsel and education concerning Chapter 11, reviewed state court pleadings, conferred with creditors and counsel regarding the Debtor's intentions regarding bankruptcy, and reviewed loan documents for various debts. Applicant prepared draft schedules and statement of financial affairs, prepared the application to employ counsel, and filed the case.